



Entered on Docket
October 20, 2006

Hon. Linda B. Riegle
United States Bankruptcy Judge

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Attorneys for Debtors and Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:
USA COMMERCIAL MORTGAGE COMPANY,
Debtor.

Case No. BK-S-06-10725 LBR
Case No. BK-S-06-10726 LBR
Case No. BK-S-06-10727 LBR
Case No. BK-S-06-10728 LBR
Case No. BK-S-06-10729 LBR

In re:
USA CAPITAL REALTY ADVISORS, LLC,
Debtor.

Chapter 11

In re:
USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,
Debtor.

Jointly Administered Under
Case No. BK-S-06-10725 LBR

In re:
USA CAPITAL FIRST TRUST DEED FUND, LLC,
Debtor.

In re:
USA SECURITIES, LLC,
Debtor.

Affects:
☐ All Debtors
☒ USA Commercial Mortgage Company
☐ USA Capital Realty Advisors, LLC
☐ USA Capital Diversified Trust Deed Fund, LLC
☐ USA Capital First Trust Deed Fund, LLC
☐ USA Securities, LLC

**ORDER GRANTING DEBTOR'S
MOTION TO FREEZE PENSION
PLAN AND APPOINT SUCCESSOR
TRUSTEE
(AFFECTS USA COMMERCIAL
MORTGAGE)**

Date: September 28, 2006
Time: 9:30 a.m.

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1 Before the Court is the motion filed September 1, 2006, by USA Commercial Mortgage
2 Company ("USACM") entitled Motion for Approval of Appointment of a Successor Trustee for
3 Its Defined Benefit Pension Plan and to Freeze the Plan Effective September 30, 2006 (the
4 "Motion"). No objections to the Motion were filed. At the hearing on the Motion held September
5 28, 2006, appearances of counsel were noted on the record and argument was made in support of
6 the Motion.

7 Having reviewed and considered the Motion, the argument made at the September 28,
8 2006 hearing, and other facts of record in these jointly administered cases, THE COURT
9 HEREBY FINDS that notice of the Motion was adequate and proper and that good cause exists
10 for granting the relief requested in the Motion, and THE COURT HEREBY ORDERS AS
11 FOLLOWS:

12 1. The Motion is GRANTED.

13 2. USACM is and was authorized, as the sponsor of the USA Commercial Mortgage
14 Defined Benefit Plan (the "Pension Plan"), to appoint itself as the sole trustee of the Plan and to
15 accept the resignations of the prior trustees of the Plan.

16 3. USACM is and was authorized, as the sponsor of the Pension Plan, to freeze the
17 accrual of benefits under the Pension Plan effective September 30, 2006.

18 Prepared and Submitted By:

19 /s/ **LENARD E. SCHWARTZER**

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21 Jeanette E. McPherson, Nevada Bar No. 5423
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24 **and**

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**ORDER GRANTING DEBTOR'S MOTION TO FREEZE PENSION PLAN AND APPOINT
SUCCESSOR TRUSTEE
(AFFECTS USA COMMERCIAL MORTGAGE)**

Approved by:
LEWIS AND ROCA, LLP

Approved by:
GORDON & SILVER, LTD.

By: /s/ SUSAN M. FREEMAN
SUSAN M. FREEMAN, ESQ.
ROB CHARLES, ESQ.
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Mortgage Company*

By: _____
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GREGORY E. GARMAN, ESQ.
*Counsel for the Official Committee of
Holders of Executory Contract Rights of
USA Commercial Mortgage Company*

Approved by:
**BECKLEY SINGLETON, CHTD. and
ORRICK, HERRINGTON & SUTCLIFFE LLP**

Approved by:
**STUTMAN TREISTER & GLATT, P.C. and
SHEA & CARLYON, LTD.**

By: /s/ ANNE M. LORADITCH
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Approved by:
OFFICE OF THE UNITED STATES TRUSTEE

August Landis, Esq.

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1 ORDER GRANTING DEBTOR'S MOTION TO FREEZE PENSION PLAN AND APPOINT
2 SUCCESSOR TRUSTEE
(AFFECTS USA COMMERCIAL MORTGAGE)

3 Approved by:
4 LEWIS AND ROCA, LLP

Approved by:
GORDON & SILVER, LTD.

5 By:
6 SUSAN M. FREEMAN, ESQ.
7 ROB CHARLES, ESQ.
8 *Counsel for the Official Committee of*
9 *Unsecured Creditors of USA Commercial*
10 *Mortgage Company*

By:
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GREGORY E. GARMAN, ESQ.
Counsel for the Official Committee of
Holders of Executory Contract Rights of
USA Commercial Mortgage Company

10 Approved by:
11 BECKLEY SINGLETON, CHTD, and
12 ORRICK, HERRINGTON & SUTCLIFFE LLP

Approved by:
STUTMAN TREISTER & GLATT, P.C. and
SHEA & CARLYON, LTD.

12 By:
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14 LYNN TRINKA-ERNCE, ESQ.
15 ANNE M. LORADITCH, ESQ.
16 *Counsel for the Official Committee of*
17 *Equity Security Holders of USA Capital*
18 *Diversified Trust Deed Fund, LLC*

By:
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Counsel for the Official Committee of
Equity Security Holders of USA Capital
First Trust Deed Fund, LLC

18 Approved by:
19 OFFICE OF THE UNITED STATES TRUSTEE

20 
21 August Landis, Esq.

____ The court has waived the requirement of approval under LR 9021.

X I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and any trustee appointed in this case, and each has approved or disapproved the order, or failed to respond, as indicated below:

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